



Attachment A

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June 21, 1996

Robert J. Gryzmala  
Attorney

Mr. William F. Caton  
Acting Secretary  
Federal Communications Commission  
1919 M Street, N.W., Room 222  
Washington, D.C. 20554

**Re: Computer III Further Remand Proceedings: Bell Operating Company  
Provision of Enhanced Services (CC Docket No. 95-20)**

Dear Mr. Caton:

In accordance with Commission Rule 1.1206(a)(1), enclosed are an original and duplicate copy of a written ex parte for inclusion in the public record of the above-referenced matter.

Sincerely,

A handwritten signature in cursive script that reads "Robert J. Gryzmala".

Robert J. Gryzmala  
Attorney

Enclosure

cc: Ms. Regina Keeney, Chief, Common Carrier Bureau  
Mr. Richard Metzger, Deputy Chief, Common Carrier Bureau  
Mr. Richard Welch, Chief, Policy Division  
Mr. Frank W. Krogh, MCI

One Bell Center  
Room 3532  
St. Louis, Missouri 63101

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Attorney

**EX PARTE**

June 21, 1996

Mr. William F. Caton  
Acting Secretary  
Federal Communications Commission  
1919 M Street, N.W., Room 222  
Washington, D.C. 20554

**Re: Computer III Further Remand Proceedings: Bell Operating Company  
Provision of Enhanced Services (CC Docket No. 95-20)**

Dear Mr. Caton:

The record in these proceedings already fully supports a finding that the public interest would be best served by continuing to allow the Bell Operating Companies ("BOCs") to provide enhanced services on a structurally integrated basis. Southwestern Bell Telephone Company ("SWBT") filed extensive data in April, 1995 demonstrating that robust competition marks the enhanced services industry, such that imposition of structural separation requirements is unnecessary.<sup>1</sup> SWBT further demonstrated that the Commission's nonstructural safeguards had proven effective in preventing even the potential for BOC discrimination against other enhanced services providers ("ESPs").<sup>2</sup>

Developments within the last year point to even further growth and competition in the market and to the proven effectiveness of nonstructural safeguards in a one-stop shopping environment. We wish to present these developments to the Commission for its consideration

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<sup>1</sup> SWBT Comments (filed April 7, 1995), at pp. 10-26.

<sup>2</sup> Id. at pp. 6-9.

in the remand proceedings. We also wish to address MCI's ex parte letter filed April 25, 1996. Its misleading statements simply highlight why the structural integration approach should still apply to the provisioning of enhanced services unaffected by Section 272 of the Telecommunications Act of 1996 (47 U.S.C. § 272).

At the outset, however, SWBT emphasizes that the express application of Section 272(a)(2)(C) to interLATA information services reflects Congress' intent not to impose structural separation requirements on such intraLATA services. Congress' silence in this regard may be likened to the lack of a separate affiliate requirement in Section 653, pertaining to video service. The Commission recently regarded this omission as important, and declined to impose a separate affiliate requirement to the provision of open video services.<sup>3</sup> The Commission should interpret Section 272(a)(2)(C) similarly, and not impose a separate affiliate requirement.

#### THE HIGHLY COMPETITIVE ENHANCED SERVICES MARKET

The U.S. Global Trade Outlook 1995-2000 recognizes the "phenomenal growth of the information services industry," concluding that this growth "is fueled by worldwide demand for rapid access to information; the restructuring and downsizing of industry; and efforts to keep pace with complex and constantly changing information technologies. Electronic commerce -- the use of computer networks to transact business -- also contributes to the strength of the industry."<sup>4</sup> The primary contributors fueling the tremendous growth in this market include the shift from paper to electronic transactions, the proliferation of credit and debit cards, the demand for rapid access to financial and other business information, and the commercialization of the Internet.<sup>5</sup> For example:

- The online information services market continued its explosive growth, reaching a total of over 13 million online users by the end of the first quarter of 1996.<sup>6</sup> This compares to

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<sup>3</sup> In the Matter of Implementation of Section 302 of the Telecommunications Act of 1996: Open Video System, CS Docket No. 96-46, FCC 96-249, Second Report and Order, released June 3, 1996, at para. 249.

<sup>4</sup> U.S. Global Trade Outlook 1995-2000, at p. 175 (U.S. Government Printing Office).

<sup>5</sup> Id. at p. 176.

<sup>6</sup> Information & Interactive Services Report (IISR), Business Research Publications, Vol. 17, No. 10, April 12, 1996.

only 4.59 million online users reported by year-end 1993.<sup>7</sup> During the first quarter of 1996 alone, online subscribership increased by 15%.<sup>8</sup>

- Consumer-oriented Internet access providers are also experiencing dramatic growth. For example, AT&T Corp.'s WorldNet service signed up an estimated 280,000 users since its debut in mid-February.<sup>9</sup> The latest Internet numbers reported by Online show that 9.5 million Americans can use the Internet. E-mail is the most frequently used Internet application with 41% of subscribers using E-mail on a daily basis. The typical user is on the Internet an average of 6.6 hours per week.<sup>10</sup>
- Continued strong growth is also found in the value-added network ("VAN") market. The global VAN market reached \$14.5 billion in 1994, with eight global providers contributing 37% of this revenue.<sup>11</sup> North American domestic and regional VAN revenues reached \$.45 billion in 1994, and are expected to grow at a cumulative average growth rate of 18.8% through 1999.<sup>12</sup> Of this total, 47% was generated by the eight global providers, the remaining 53% by domestic and regional VAN service providers confined to the North American market.<sup>13</sup> Although the data are not directly comparable, this growth forecast is significantly higher than last year's projected annual growth of 13% through 1998 for VAN domestic and international revenues.<sup>14</sup>
- The voice messaging services ("VMS") market has continued its aggressive growth. MCI, AT&T and Rolm continue to provide an array of voice messaging and voice delivery service offerings. One need only scan the classified advertising of a standard telephone directory (under the heading of "Voice Mail") to appreciate the wealth of VMS

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<sup>7</sup> The year-end 1993 data was reported in IISR, Vol. 15, No. 2, January 28, 1994.

<sup>8</sup> IISR, Vol. 17, No. 10, April 12, 1996.

<sup>9</sup> Id.

<sup>10</sup> "The Latest Internet Numbers," Online, Vol. 20, No. 2, March/April 1996, at p. 104.

<sup>11</sup> Northern Business Information (NBI), Global VANS Markets: 1995 Edition, March 1996 at p. 2.

<sup>12</sup> Id., attached table "North American Domestic and Regional VANS Revenues," 1994-1999.

<sup>13</sup> Id. at p. 10.

<sup>14</sup> 1993 data and forecasts are from NBI, VAN Markets: 1994 Edition, which focused on U.S. domestic providers, p. 8, Exhibit 1-7, and p. 10 of Attachment to Section 3.

providers.<sup>15</sup> It is indeed true that, as AT&T only recently pointed out, "the enhanced services market is . . . robust, competitive and diverse . . ."<sup>16</sup>

The continued furious pace of competition lays to rest any notion that lack of structural separation requirements have harmed competition. Instead, the data reflects across-the-board continued growth in the enhanced information services market in terms of the number of both subscribers and providers.

MCI's recent ex parte, supporting the reimposition of structural separation, ignores these developments adverse to its position. Instead, it seeks to deny to BOCs the consumer-friendly and competitively neutral marketing opportunity that even MCI sees as the future -- "one-stop shopping service that packages a range of offerings."<sup>17</sup> Analysts believe that "the way you win a customer is to offer simplicity with a bundle of services and one bill from one company;" MCI's Senior Vice President of Consumer Marketing agrees: "We've found that the more services a customer uses with MCI, the more loyal they are."<sup>18</sup> In short, MCI's own marketing approach demonstrates that significant benefits do flow from structural integration, even though MCI has claimed otherwise.<sup>19</sup>

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<sup>15</sup> Southwestern Bell Yellow Pages Telephone Directories: Dallas, Texas, at pp. 857-60; Houston, Texas, at pp. 1002-04 (Attachments A and B, respectively).

<sup>16</sup> See, Comments of AT&T Corp. in CC Docket No. 96-61, filed April 25, 1996, at p. 29. Further elaborating, AT&T stated:

"This market is highly fragmented, and characterized by hundreds of entities that provide on-line services, Internet services, electronic commerce services, and other forms of store-and-forward messaging and communication services, serving both narrow and broad market segments. No single provider has a significant share of this vast and growing market, or could otherwise raise even an inference of 'market power.' Moreover, enhanced services in the United States have grown year over year at explosive rates, and are projected to continue to grow at dramatic rates over the next five years." Id.

<sup>17</sup> Wall Street Journal, April 30, 1996 at Section B9, col. 2 (Attachment C hereto).

<sup>18</sup> Id.

<sup>19</sup> MCI Comments (filed April 10, 1995), at p. 13; see also, SWBT Reply Comments (filed May 19, 1995), at p. 2.

Absent clear justification for denying the BOCs the same freedoms as MCI would enjoy (and none exists), MCI's argument for the reimposition of structural separation must be recognized for what is (a blatant attempt too keep BOCs out of the enhanced services market) and, as such, rejected.

#### NONEXISTENT COMPETITIVE AND RATEPAYER RISK

MCI's ex parte claims that a host of industry and standards bodies cannot be relied upon to develop meaningful Open Network Architecture standards. However, the affidavits offered in support of this allegation represent little more than an argument which is tangential at best, and more probably irrelevant. An affidavit to similar effect was offered, and rebutted, over a year ago.

Sweeping and unjustified attacks against the decision-making processes of working groups of the United States Telephone Association (USTA), the Alliance for Telecommunications Industry Solutions (ATIS), formerly the Exchange Carrier Standards Association (ECSA), the Information Industry Liaison Committee (IILC), the Toll Fraud Prevention Committee (TFPC) and others, simply do not advance the ball in bringing the remand proceedings at hand to closure. Moreover, MCI's suggestion that claimed weaknesses in these organizations' decision-making processes would be "analogous to" the problems that would be encountered by ESPs requesting BOC development commitments is unjustified.

More pertinent is SWBT's earlier statement to the effect that it had not been the subject of any formal ESP complaint filed with this Commission alleging BOC access discrimination.<sup>20</sup> The same remains true today. MCI presents nothing to defeat the resulting inference that SWBT and various ESPs have in fact achieved reasonably efficient interconnection. Neither the Commission nor any state commission in SWBT's service territory has found otherwise.

Finally, SWBT takes exception to MCI's rhetoric that the "good faith" of the BOCs' negotiations with non-BOCs is "questionable."<sup>21</sup> MCI's view stands in contrast to that of American Telco, with whom SWBT recently signed the first interconnection agreement for local telephone service to be fully negotiated since passage of the new federal legislation. Following the successful culmination of formal negotiations, Mr. Brad Buckley, President of American Telco, agreed that SWBT's team had handled negotiations "in a very straightforward and professional way."<sup>22</sup> The Chairman of the Public Utility Commission of

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<sup>20</sup> SWBT Comments (filed April 7, 1995), at p. 9.

<sup>21</sup> MCI ex parte at p. 174.

<sup>22</sup> Austin American Statesman (May 10, 1996) at p. D.1 (Attachment D).

Texas also took the opportunity "to applaud [the] parties for coming to a negotiated agreement."<sup>23</sup> MCI's own experience can be traced to circumstances unique to it.

#### THE AFFILIATE TRANSACTION AUDITS AND LOBBYING AUDIT

MCI's analysis of these audits is both incomplete and skewed. As a result, MCI has only succeeded in unfairly demeaning the Commission's audit function, while advancing nothing of value in these proceedings.<sup>24</sup>

MCI's criticism of SWBT's accounting of affiliate transactions, and in particular SWBT's "misallocations of joint marketing costs,"<sup>25</sup> misses the mark. First, it overlooks MCI's previous position seemingly in support of SWBT's method of accounting for its joint marketing costs.<sup>26</sup> Second, MCI fails to recognize that even the Commission did not reject SWBT's marketing allocator, but rather, expressed a willingness to listen:

[T]he allocator devised by SBC may be generally consistent with cost causative principles insofar as it addresses the cost avoidance problem

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<sup>23</sup> See, Open Meeting Transcript of the Public Utility Commission of Texas, May 22, 1996, at pp. 1, 127-28, 140 (Attachment E).

<sup>24</sup> With respect to the Ameritech Consent Decree Order, SWBT would merely observe that the matter was concluded by an agreement satisfactory to the parties (including the Commission's and states' staffs) and without the Commission's having deemed it necessary to take enforcement action. Also notable were the Commission's determinations that while the Joint Audit and Consent Decree found "no ratepayer harm," it had prompted Ameritech to make substantial accounting improvements sought by the joint auditors. Ameritech, AAD 95-75, FCC 95-223 (released June 23, 1995) (Concurring Statement of Commissioner Andrew C. Barrett). Such an outcome simply confirms that the audit process works, and in no way reflects what MCI terms the "continuing inadequacy" of the Commission's and states' audit functions. MCI ex parte, at p. 2.

<sup>25</sup> MCI ex parte, at p. 2.

<sup>26</sup> In the Matter of Southwestern Bell Telephone Company, Order to Show Cause, DA 95-1389, MCI Comments (filed August 1, 1995), at p. 6, n. 14. ("MCI interprets the Commission's rules to mean that any marketing costs that are not addressed by direct assignment or cost causation will then be allocated based on the ratio created by those same direct and cost causation assignments. Under the existing rules, as long as Southwestern Bell has complied with these guidelines its allocation method is acceptable." (citations omitted)).

identified by SWBT. . . . We conclude that further investigation of SBC's allocator method is warranted.<sup>27</sup>

The Commission was later provided with information fully responsive to its inquiry.

Finally, even the audit report itself rebuts MCI's comments insofar as they relate to SWBT's provisioning of marketing services and sales support to its affiliates. As the Audit Team concluded:

[N]othing came to the attention of the audit team that would indicate that SWBT's nontariffed services rendered to affiliates and sales of assets to affiliates were not accounted for in a manner consistent with the applicable FCC affiliate transactions standards.<sup>28</sup>

MCI must agree that were SWBT to demonstrate compliance with the Commission's cost accounting rules, its provision of enhanced services on a structurally integrated basis should be acceptable from a cost accounting perspective. Yet, MCI neglects to mention that the Commission's Audits Branch recently completed a compliance audit of SWBT, and made a very positive determination regarding SWBT's cost allocation process implemented over a five year period:

Based on the audit work performed, nothing came to our attention to indicate that Southwestern Bell Telephone Company was not in compliance with our Commission's cost allocation rules. Also, our review of the implementation of CAM uniformity rules did not indicate anything unusual.<sup>29</sup>

Thus, MCI has sought to mischaracterize one tangential matter (the Joint Audit Report) while ignoring another of direct consequence (the CAM audit) to support a false conclusion that the Commission's audit function is ineffective. From this conclusion, it argues that structural separation for BOC provisioning of enhanced services is supposedly required. The syllogism should be rejected as neither factual nor logical.

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<sup>27</sup> In the Matter of Southwestern Bell Telephone Company, Order to Show Cause, AAD 95-32, released March 3, 1995, at para. 16.

<sup>28</sup> Federal-State Joint Audit Report, released May 19, 1994, ("Joint Audit Report"), at para. 153.

<sup>29</sup> Letter from Rudolph Bruno, Chief-FCC, Audits Branch, to Jane Knox, dated November 3, 1995 (Attachment F).



MCI also complains that the Commission failed to take any remedial action as a result of its audit of the BOCs' accounting for lobbying costs. Once again, MCI's criticism of the Commission's audit function rests upon a house of straw. While the BOCs maintained their position that their interpretation of the applicable law was fair and reasonable, the audit nonetheless precipitated them to change their accounting practices for lobbying costs to make them consistent with the Commission's rules. This benefit might not have been achieved absent the audit. Further, SWBT's lobbying costs had already been removed from the interstate cost calculations used to set its initial cap index, so that it was not required to make any going-forward price cap adjustments.<sup>30</sup>

#### THE "NO ADDITIONAL COST" ARGUMENT

MCI claims that due to the requirement of Section 272 of the 1996 Act (that, with certain exceptions, interLATA information services be provided by a BOC's structurally separate affiliate), "almost no additional cost" would be incurred in offering all other enhanced services through the same affiliate. Various arguments for structural separation have been made and rejected by the Commission on numerous occasions, and no new evidence is presented to make this argument any more valid or credible. MCI's claim merely represents a misguided argument to the effect that because of the structural separation requirement in the federal legislation (which does have a sunset) for certain services, the cost threshold for separation has been crossed such that there are no additional costs that would be incurred by including other services in the structurally separate subsidiary.

Notwithstanding MCI's claims, a return to structural separation would impose substantial costs and disadvantages in the competitive enhanced services markets unaffected by the federal legislation. Such costs would still be caused by the loss of economies of scope gained with the joint production and sale of basic and enhanced services. Moreover, MCI's undue emphasis on the costs factor undermines a company's freedom to base its marketing decisions on a variety of factors.

The continued ability to market enhanced services on an integrated basis is important to the BOCs to be able to compete with other enhanced service vendors, including MCI. Today, under integrated BOC marketing, CallNotes (Voice Messaging Service or "VMS") is sold by existing SWBT service representatives as an integral part of their selling function. Appropriate costs are captured based upon the amount of time a service representative spends on that product. Were SWBT required to establish a separate company and to staff it with a sales force adequate to handle the sales volume experienced in 1994 (as an example),

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<sup>30</sup> FCC "News Release, Report No. CC 95-65, released October 26, 1995, at p. 1, and accompanying Summary of Lobby Costs Audit Findings, at p. 3, n. 8. In any event, the Lobby Audit (as well as the Joint Audit) is irrelevant to and beyond the scope of these remand proceedings.

Mr. William F. Caton  
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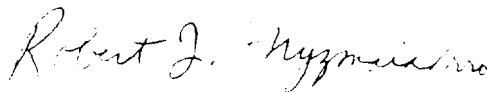
additional, duplicative employees would have to be hired, equipped, housed, trained and supervised, just to give a few cost examples. This would significantly increase the cost of sales, even if undertaken in conjunction with the formation of the statutorily required structurally separate interLATA organization. This result could also dramatically affect VMS prices.

The flaw inherent in MCI's claim is that cost is the sole basis on which a company decides how best to offer a service. While the cost consideration is significant, other factors are also important. A company may choose to offer a service through an affiliate for various reasons, and it should be free to make that choice. Where the cost consideration predominates, or other considerations warrant it, a company, including a BOC, may choose to offer the service on an integrated basis. That is probably why MCI is offering a package of services on an integrated one-stop shopping basis, without any of the many regulatory restrictions imposed on the BOCs. The Wall Street Journal article cited earlier indicates that MCI's new service "could outflank other bundled services being planned by rivals." This integrated marketing consideration may be valid; but if so, then all should enjoy the same opportunity to decide how best to offer a service in an open playing field in the marketplace.

In sum, the Commission should not revoke its structural integration policy. The record and the marketplace demonstrate beyond question the clear public benefits of BOC structural integration of enhanced services. MCI's criticisms of the standards-setting process in other arenas and of the efficacy of the Commission's audit function are unfair and irrelevant.

The record does not support a finding that structural separation for enhanced services unaffected by Section 272 of the 1996 Act would not impose additional costs upon consumers. With price cap regulation, federal legislative freedoms, and demand for an ever-broadening array of services in the consumer mass market, service providers (including the BOCs) should remain free to determine the optimal manner in which to service their customers.

Sincerely,



Robert J. Gryzmala  
Attorney

Enclosure

cc: Ms. Regina Keeney, Chief, Common Carrier Bureau  
Mr. Richard Metzger, Deputy Chief, Common Carrier Bureau  
Mr. Richard Welch, Chief, Policy Division  
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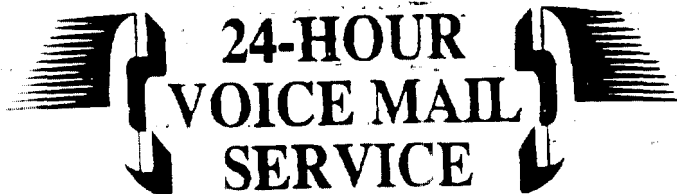
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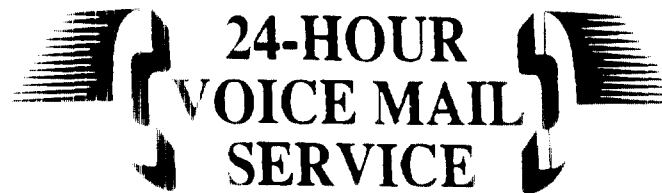
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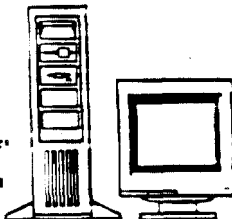
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## Interneuron's Obesity Drug Cleared by FDA

### Fat-Fighting Pill Works Against Eating Impulses Generated in the Brain

By AUDREY CHOI

Staff Reporter of THE WALL STREET JOURNAL

The Food and Drug Administration approved an obesity drug made by Interneuron Pharmaceuticals Inc., one of a new class of fat-fighting pills that work on eating impulses in the brain.

Known as Redux, Interneuron's drug has been approved as a prescription therapy to treat obesity. Interneuron says that now that the regulatory hurdles have been cleared, the new fat drug could be available as soon as this summer. Redux will be marketed by Wyeth-Ayerst Laboratories, a division of American Home Products Corp.

Redux's FDA approval was announced shortly before the close of trading yesterday. Interneuron shares rose 11%, up \$3.625, to \$37.125 in Nasdaq Stock Market trading.

Unlike the obesity drugs of the 1960s and 1970s, many of which were based on amphetamines to help suppress appetite, Redux, or dextenfuramine hydrochloride, is a close cousin of the antidepressive drug Prozac. Scientists believe Redux functions like Prozac by helping raise the levels of serotonin in the brain, causing a feeling of fullness and satisfaction.

In its approval yesterday, the FDA called for a follow-up study to track usage of the drug, the effects of which haven't been studied to date beyond one year. Wyeth acknowledged that in a small number of cases, 18 per million, use of the drug brings a risk of potentially life-threatening cardio-vascular problems.

A number of companies, including Amgen Inc., Pfizer Inc. and Glaxo Wellcome PLC, have been racing to develop a drug to help fight fat. An estimated 60 million Americans are overweight. And according to Interneuron, about 45 million of those would be candidates for treatment with Redux. Redux is targeted for patients who are 30% over their ideal body weight, or in some cases for patients slightly less overweight who are suffering from other conditions, such as high blood pressure.

"This is a landmark event, acknowledging that obesity is a real disease, associated with real morbidity," said Interneuron President Glenn L. Cooper. He said some 300,000 excess deaths a year are attributable to obesity, making it the second leading cause of preventable deaths in the country. Interneuron wouldn't com-

## MCI Unveils a Service That Packages Wide Range of Offerings to Consumers

By JOHN J. KELLER

Staff Reporter of THE WALL STREET JOURNAL

MCI Communications Corp. unveiled a simplified one-stop shopping service that packages a range of offerings from long-distance calling to a home-security system that pages a parent when a child enters or leaves the house.

Called MCI One, the new service could outflank other bundled services being planned by rivals AT&T Corp., Sprint Corp. and the Bell companies. Most telecom companies are promising services that package local, long-distance, wireless and computer services all in one monthly bill as a means of retaining customers. But the carriers have yet to deliver.

MCI said its packaged service can be easily ordered from a kit delivered to the home. MCI One customers are charged for services in one monthly bill, which MCI will send out directly rather than rely on local Bell companies, its future rivals in local-phone service.

Numerous studies of consumers conducted by phone companies in the last few years have shown that customers are numb from the decade-long telecom marketing war. Now, "the way you win a customer is to offer simplicity with a bundle of services and one bill from one company," said Brian Adamik, an analyst at Boston-based Yankee Group.

Offering a bundled service also helps with customer retention. "We've found that the more services a customer uses with MCI, the more loyal they are," said John Donoghue, senior vice president of consumer marketing at MCI.

Joseph Nacchio, executive vice president of AT&T's Consumer & Small Business Division, called MCI's service "conceptually correct," but he questioned whether MCI can offer all of its services everywhere, given that MCI resells cellular service in only 25% of the country, compared with AT&T's 40%.

Mr. Donoghue said MCI will begin filling orders for the service by May 15.

MCI One offers a variety of packages. For \$4.95 a month for the basic communications package, a customer gets 30 minutes of calling each month, five free hours of Internet access and electronic mail, a personal 800 through which a customer can be reached anywhere, and a calling card. The service also offers a flat rate of 15 cents a minute anytime, regardless of the type of call, even on the weekend. For \$37.95 a month, a customer gets this core package plus a pager and a cellular-phone service.

Under one custom \$64.95 package, a customer can order the basic package plus a Westinghouse home-security system that can be programmed to beep a customer's pager when there is an emergency at home or when a child enters or leaves the house.

MCI's growth soared in the first quarter. Its revenue and profit growth each topped 20%, much greater than principal rival AT&T experienced. Mr. Nacchio said most of AT&T's consumer losses came not by MCI's hand, but from "third-tier" industry players, which he vowed "we'll be adjusting to in the second quarter."

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## Acuson Reports Drop In 1st-Quarter Net, But Stock Price Rises

By THE WALL STREET JOURNAL STAFF REPORTER

MOUNTAIN VIEW, CALIF. — Acuson Corp. reported a 43% drop in first-quarter net income and projected a loss for the second quarter. But its stock jumped 1% on news of a promising product.

Acuson is a leading maker of ultrasound systems used in medical diagnostics and other procedures. It earned \$1.3 million, or five cents a share, in the quarter, compared with year-earlier net income of \$2.2 million, or eight cents a share. Revenue for the period fell 4% to

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# BUSINESS

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Nasdaq D5  
Mutual funds D6  
Commodities D7  
Mexican stocks D7

Austin American Statesman

## Bell strikes milestone telephone agreement

By BRUCE HIGHT  
Austin American Statesman Staff

Southwestern Bell Telephone Co. announced Thursday that it has signed its first interconnection agreement with a new competitor for local phone service: American Telco.

The agreement will enable American Telco, a long distance provider based in Houston, to offer customers one-stop shopping for local and long distance telephone service. It will use its own switch essentially, a computer for handling calls -- while paying for use of Southwestern Bell's wires.

Southwestern Bell said the agreement was "an important step" toward satisfying conditions laid down in the new federal telecommunications law that it must meet before it can offer long distance service as well as local service.

There is widespread agreement in the telecommunications industry that what customers want most is to be able buy all of their phone services from a single company while having a choice of companies.

American Telco has 11 offices in Texas, including one in Austin. The primary market of the privately held company is business customers.

An interconnection agreement sets out the terms, including prices, by which two telephone companies connect with one another so that customers of one can complete calls to the other. If a new competitor cannot connect with Southwestern Bell's network, it cannot compete.

Despite new state and federal laws intended to open up local telephone markets to competition, some have feared that Southwestern Bell would use negotiations for the complex interconnection agreements as a way to stall or even block new competitors.

But Edward Whitacre, chairman of SBC Communications Inc., which owns Southwestern Bell, said that the agreement with American Telco "is good news for customers for the simple reason that fair and free competition is good for consumers, as well as for our company."

Brady Buckley, president of American Telco, called the agreement fair and said that Southwestern Bell's team had handled negotiations "in a very straight-

Continued from D1

forward and professional way." He said talks began 18 months ago, and formal negotiations took six months.

The agreement will be submitted to the PUC for approval as required by state law today or Monday, said David Cole, president of Southwestern Bell's Texas division. The commission has 90 days to act.

The agreement will serve as a framework for the other companies seeking an interconnection agreement, Cole said, and shows that "negotiations can work -- and it's clear we've satisfied one competitor."

Buckley said American Telco is still four to six months away from

selling local service. Not only is the agreement subject to PUC action, but agreements must be negotiated with other local telephone companies such as GTE Southwest Inc., he said.

Cole said Southwestern Bell is still negotiating with as many as a dozen other companies seeking interconnections agreements. One is Time Warner Communications, a sister company of Austin Cable Vision, which plans to offer local telephone service later this year in the Austin area.

Unlike American Telco, however, Time Warner plans to use the cable network to reach most of its customers.

Kelsi Reeves, a vice president for Time Warner Communications,

said the company was "working toward" an agreement with Bell that recognizes exchange of value -- access to our network in exchange for access to their network. It's different than just buying access to their network."

While Southwestern Bell touted the agreement with American Telco, it has sued in state district court in Travis County to overturn a PUC ruling that allowed Teleport Communications Group of New York, and MFS Communications Co. of Omaha, Neb., to sell local service in Dallas and Houston.

MFS and Teleport each have built limited networks to provide limited, private telephone service to businesses wanting direct connections with their long distance

providers. Both companies applied for a certificate that would allow them to expand their service to include local calls, using a combination of their own network and resale of leased Southwestern Bell lines.

Southwestern Bell objected, arguing before the PUC that the state telecommunications law required MFS and Teleport to either fully build out their own networks throughout their service area or rely only on resale -- but not both.

The PUC ruled in favor of MFS and Teleport.

In its suit, Southwestern Bell asked the court to overturn the PUC ruling on grounds it misread the state law and the Legislature's intentions.



AP  
David Cole, left, president of Southwestern Bell's Texas division, and Brady Buckley, president of Houston-based American Telco, sign an agreement Thursday in Austin to have Telco connect to the Bell network.

TRANSCRIPT OF PROCEEDINGS  
BEFORE THE  
PUBLIC UTILITY COMMISSION OF TEXAS  
AUSTIN, TEXAS

IN THE MATTER OF THE OPEN MEETING )	
IN <u>PROJECT NOS. 14045, 14515, 15557,</u> )	
<u>12475, 12481, 15416, 15345, 14440,</u> )	
<u>DOCKET NOS. 15147, 15234, 15331,</u> )	<u>AGENDA ITEM</u>
<u>15301, 15554, 15555, 15533, 15539,</u> )	<u>NOS. 1 - 3,</u>
<u>15580, 15608, 15613, 15617, 15628,</u> )	<u>5 - 11, 13 - 2,</u>
<u>15629, 15631, 15633, 15634, 15638,</u> )	<u>and 27;</u>
<u>15639, 15640, 15641, 15642, 15643,</u> )	<u>ADMINISTRATIVE</u>
<u>15644, 15645, 15712, 15716, 15724,</u> )	<u>ITEM NOS. 28, 3</u>
<u>15762, 15763, 15764, 15765, 15766,</u> )	<u>33, and 34</u>
<u>15767, 15768, 15769, 15808, 15811,</u> )	
<u>15812, 15840, 15841, 15842, 15843,</u> )	
<u>15844, 15846, 15089, 15377, 14686,</u> )	
<u>15650, 14982, 15319, 15024, and</u> )	

OPEN MEETING

BE IT REMEMBERED THAT AT 9:10 a.m., on Wednesday, the 22nd day of May 1996, the above-entitled matters were heard at the Offices of the Public Utility Commission of Texas, 7800 Shoal Creek Boulevard, Commissioners Hearing Room, Austin, Texas 78757, before CHAIRMAN PATRICK HENRY WOOD III and COMMISSIONERS ROBERT W. GEE and JUDY WALSH; and the following proceedings were reported by Aloma J. Kennedy, Cindy Mercer, William C. Beardmore, and Randall N. Finch, Certified Shorthand Reporters of:

KENNEDY  
REPORTING  
SERVICE

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1                                   ITEM NO. 15  
2   DISCUSSION AND POSSIBLE ACTION)  
3   ON FILINGS SUBMITTED TO THE   )  
4   COMMISSION UNDER TITLE 1 OF   )  
5   THE FEDERAL TELECOMMUNICATIONS)  
6   ACT OF 1996, INCLUDING BUT NOT)  
7   LIMITED TO SOUTHWESTERN BELL   )  
8   TELEPHONE'S INTERCONNECTION   )  
9   AGREEMENT WITH AMERICAN TELCO )

10                                   CHAIRMAN WOOD: We have had  
11   a filing by Southwestern Bell and American  
12   Telco for Approval of an interconnection  
13   agreement that was reached under Section  
14   252(a), in other words, the voluntary  
15   nonarbitrated outcome. And we have under  
16   the Federal Telecom statute -- it's  
17   252(a)(1), voluntary negotiation.

18                                   We have to -- under Subsection  
19   (e)(1),

20                                   "Those agreements adopted by  
21   negotiation shall be submitted  
22   for approval to this Commission.  
23   We shall approve or reject  
24   agreement with written findings  
25   as to any deficiencies. We may  
26   only reject such as an agreement  
27   if we find that the agreement  
28   itself or a portion of it

1 discriminates against a  
2 telecommunications carrier not a  
3 party to the agreement or if the  
4 implementation of this agreement  
5 or any portion of it is not  
6 consistent with the public  
7 interest, convenience or  
8 necessity."

9 So we have 90 days after  
10 submission by the parties to move on this.  
11 Otherwise, it will be deemed approved. No  
12 state court shall have jurisdiction to  
13 review the action of us in approving or  
14 rejecting this agreement.

15 All right. That's what we've got  
16 to do under this law. So Mr. Sullivan, I  
17 see, and the Staff have prepared a draft  
18 procedural order so we don't have the  
19 luxury of a lot of comments on the previous  
20 thing to figure out where this is going to  
21 be postured which is fine with me. I am  
22 into moving forward.

23 I appreciate that parties have  
24 gotten something before us already. I  
25 encourage others to do the same.



1 to wing this one until we figure out how it  
2 works.

3 COMM. GEE: This is the best  
4 we can do at this point.

5 CHAIRMAN WOOD: Again, I  
6 want to applaud parties for coming to a  
7 negotiated agreement. I think that is  
8 seminal -- I notice it was the first of the  
9 nation under the new Federal Act. So I  
10 want to just say from my vantage point I  
11 appreciate that. I hope that other parties  
12 come into agreement and both sides of the  
13 issue be similarly amiable.

14 But we have also got to exert our  
15 responsibility under the Act to do the  
16 right thing in approving it. I would like  
17 to encourage that we could do that with the  
18 same attitude with which this was  
19 submitted. So we will entertain a motion  
20 to approve the issuance of procedural Order  
21 No. 1 in Docket 15880 as amended.

22 COMM. GEE: So move.

23 COMM. WALSH: Second.

24 MR. SULLIVAN: Thank you,  
25 Commissioner.